

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,)	Case No. 08-13555 (JMP)
)	
Debtors.)	
)	
)	
LEHMAN BROTHERS HOLDINGS INC. and)	Adversary Proceeding
OFFICIAL COMMITTEE OF UNSECURED)	No. 10-03266 (JMP)
CREDITORS OF LEHMAN BROTHERS)	
HOLDINGS INC., <i>et al.</i> ,)	
)	
Plaintiff and)	
Plaintiff Intervenor,)	
)	
-against-)	
)	
JPMORGAN CHASE BANK, N.A.,)	
)	
Defendant.)	

DECLARATION OF ALEXANDER B. LEES

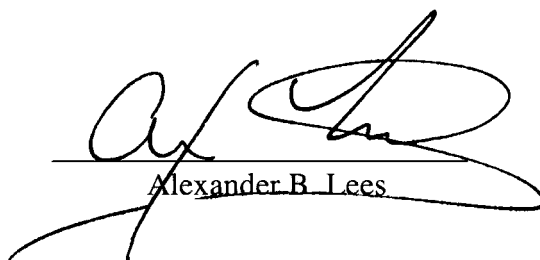
Alexander B. Lees, an attorney duly admitted to practice in the State of New York, declares under penalty of perjury as follows:

1. I am an associate of the law firm of Wachtell, Lipton, Rosen & Katz, counsel for JPMorgan Chase Bank, N.A. ("JPMorgan"), the defendant in this adversary proceeding.
2. Annexed hereto as Exhibit A is a copy of the Amended Counterclaims of JPMorgan Chase Bank, N.A.
3. Annexed hereto as Exhibit B is a copy of the First Amended Complaint of Lehman Brothers Holdings Inc. and the Official Committee of Unsecured Creditors of Lehman Brothers Holdings Inc.

4. Annexed hereto as Exhibit C is a copy of the Clearance Agreement dated as of June 15, 2000 between JPMorgan and Lehman Brothers Inc. ("LBI").

5. Annexed hereto as Exhibit D is a copy of the Custodial Undertaking agreement among LBI, JPMorgan and Barclays Capital Inc., dated September 15, 2008.

6. Annexed hereto as Exhibit E is a copy of a Lehman Brothers Holdings Inc. press release dated September 10, 2008.



Alexander B. Lees

Dated: June 3, 2011
New York, New York